

Lance J.M. Steinhart, P.C.

1720 Windward Concourse

Suite 250

Alpharetta, Georgia 30005

RECEIVED

2005 SEP 30 PM 1:32

Also Admitted in New York
and Maryland

T.R.A. DOCKET ROOM

Telephone: (770) 232-9200

Facsimile: (770) 232-9208

Email: lsteinhart@telecomcounsel.com

September 29, 2005

VIA OVERNIGHT DELIVERY

Mr. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-9021
(615) 741-3939

Re: AccessLine Communications Corporation
Docket No. 05-00232

Dear Mr. Waddell:

Enclosed please find for filing an original and (13) thirteen copies of AccessLine Communications Corporation's responses to the Commission's data requests.

APPLICANT HAS ALSO ENCLOSED ONE COPY OF RESPONSES TO DATA REQUEST NO. 5 IN A SEPARATE ENVELOPE MARKED "CONFIDENTIAL AND PROPRIETARY" AND RESPECTFULLY REQUESTS CONFIDENTIAL TREATMENT OF THE ENCLOSED FINANCIAL INFORMATION. APPLICANT EXPECTS THAT THIS INFORMATION WILL BE RESTRICTED TO COUNSEL, AGENTS AND EMPLOYEES WHO ARE SPECIFICALLY ASSIGNED TO THIS APPLICATION BY THE COMMISSION.

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self-addressed, postage prepaid envelope.

If you have any questions or if I may provide you with additional information, please do not hesitate to contact me.

Respectfully submitted,

Lance J.M. Steinhart

Attorney for AccessLine Communications Corporation

cc: Ann Furuya

1. A copy of AccessLine Communications Corporation's actual certificate from the Secretary of State's Office in Tennessee and the State of Incorporation.

Response: Please see attached Exhibit A

2. A Small and Minority-Owned Business Participation Plan that meets the requirements of Tenn. Code Ann. § 65-5-112.

Response: Please see attached Exhibit B.

3. What funding is available for AccessLine for now and for future use? Please provide a copy of any documents endorsing the funding or any additional resources.

Response: AccessLine has \$8.3 million in cash as of June 30, 2005. The cash was raised in a convertible debt offering in March 2005. The cash will be used to support operating, investment and financing cash requirements. Management believes the cash is adequate to fully fund AccessLine's business plan.

4. A statement of understanding and intention to comply with Tenn Code Ann. § 65-21-114.

Response: AccessLine is familiar with the county-wide calling requirements pursuant to T.C.A. Section 65-21-114, and has procedures in place that will allow compliance.

5. Please provide interim financials for 2005 for both AccessLine Communications and its parent company, AccessLine Holdings, Inc.

Response: Please see the attached information filed under separate cover marked confidential.

6. Please provide a notarized signature of a company representative indicating that AccessLine Communications will comply with the TRA Reseller Rules and all other applicable Authority Rules and state laws, including Tenn. Code Ann. § 65-5-206. Also please state that the representations in the Reseller Application and all attachments and appendices are true and correct to the best of their knowledge and belief and understanding that omissions or inaccuracies may resolute in denial of the application and grounds for revocation of Certificate of Authority. This portion of the application, on page 9, was signed but not notarized.

Response: Please see attached Exhibit C.

Exhibit A



SECRETARY OF STATE

CERTIFICATE OF STATUS FOREIGN CORPORATION

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 14TH day, of JULY, 1999, **ACCESSLINE COMMUNICATIONS CORPORATION**, a corporation organized and existing under the laws of **DELAWARE**, complied with the requirements of California law in effect on that date for the purpose of qualifying to transact intrastate business in this State; and

That the above corporation is entitled to transact intrastate business in the State of California as of the date of this certificate, however, subject to any licensing requirements otherwise imposed by the laws of this State; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of **September 15, 2004**.

Kevin Shelley
KEVIN SHELLEY
Secretary of State

Exhibit B

ACCESSLINE COMMUNICATIONS CORPORATION

SMALL AND MINORITY-OWNED TELECOMMUNICATIONS BUSINESS
PARTICIPATION PLAN

Pursuant to T.C.A. §65-5-212, as amended, AccessLine Communications Corporation ("AccessLine") submits this small and minority-owned Telecommunications business participation plan (the "Plan") along with its Application for a Certificate of Public Convenience and Necessity to resell intrastate and local exchange services in Tennessee.

I. PURPOSE

The purpose of §65-5-212 is to provide opportunities for small and minority-owned businesses to provide goods and services to Telecommunications service providers. AccessLine is committed to the goals of §65-5-212 and to taking steps to support the participation of small and minority-owned Telecommunications businesses in the Telecommunications industry. AccessLine will endeavor to provide opportunities for small and minority-owned Telecommunications businesses to compete for contracts and subcontracts for goods and services. As part of its procurement process, AccessLine will make efforts to identify and inform minority-owned and small businesses that are qualified and capable of providing goods and services to AccessLine of such opportunities. AccessLine's representatives have already contacted the Department of Economic and Community Development, the administrator of the small and minority-owned Telecommunications assistance program, to obtain a list of qualified vendors. Moreover, AccessLine will seek to increase awareness of such opportunities so that companies not otherwise identified will have sufficient information to participate in the procurement process.

II. DEFINITIONS

As defined in §65-5-212.

Minority-Owned Business. Minority-owned business shall mean a business which is solely owned, or at least fifty-one percent (51%) of the assets or outstanding stock of which is owned, by an individual who personally manages and controls daily operations of such business, and who is impeded from normal entry into the economic mainstream because of race, religion, sex or national origin and such business has annual gross receipts of less than four million dollars (\$4,000,000).

Small Business. Small Business shall mean a business with annual gross receipts of less than four million dollars (\$4,000,000).

III ADMINISTRATION

AccessLine's Plan will be overseen and administered by the individual named below, hereinafter referred to as the Administrator, who will be responsible for carrying out and promoting AccessLine's full efforts to provide equal opportunities for small and minority-owned businesses. The Administrator of the Plan will be:

Mark Klebanoff, Secretary and Treasurer
AccessLine Communications Corporation
11201 SE 8th Street, Suite 200
Bellevue, Washington 98004
Telephone: (206) 621-3500
Facsimile: (206) 381-2299

The Administrator's responsibilities will include:

- (1) Maintaining an updated Plan in full compliance with §65-5-212 and the rules and orders of the Tennessee Regulatory Authority.
- (2) Establishing and developing policies and procedures necessary for the successful implementation of the Plan.

- (3) Preparing and submitting such forms as may be required by the Tennessee Regulatory Authority, including the filing of required annual updates.
- (4) Serving as the primary liaison to and cooperate with the Tennessee Regulatory Authority, other agencies of the State of Tennessee, and small and minority-owned businesses to locate and use qualified small and minority-owned businesses as defined in §65-5-212.
- (5) Searching for and developing opportunities to use small and minority-owned businesses and encouraging such businesses to participate in and bid on contracts and subcontracts.
- (6) Providing records and reports and cooperates in any authorized surveys as required by the Tennessee Regulatory Authority.
- (7) Establishing a record-keeping system to track qualified small and minority-owned businesses and efforts to use such businesses.
- (8) Providing information and educational activities to persons within CLECI and training such persons to seek out, encourage, and promote the use of small and minority-owned businesses.

In performance of these duties, the Administrator will utilize a number of resources, including:

Chambers of Commerce
The Tennessee Department of Economic and Community Development
The United States Department of Commerce
 Small Business Administration
 Office of Minority Business
The National Minority Supplier Development Counsel
The National Association of Women Business Owners
The National Association of Minority Contractors
Historically Black Colleges, Universities, and Minority Institutions

The efforts to promote and ensure equal opportunities for small and minority-owned businesses are primarily spelled out in the Administrator's duties above. Additional efforts to provide opportunities to small and minority-owned businesses will include offering, where appropriate and feasible, small and minority-owned businesses assistance with technical, insurance, bonding, licensing, production, and deadline requirements.

IV. RECORDS AND COMPLIANCE REPORTS

AccessLine will maintain records of qualified small and minority-owned business and efforts to use the goods and services of such businesses. In addition, AccessLine will maintain records of educational and training activities conducted or attended and of the internal procurement procedures adopted to support this plan

AccessLine will submit records and reports required by the Tennessee Regulatory Authority concerning the Plan. Moreover, AccessLine will cooperate fully with any surveys and studies required by the Tennessee Regulatory Authority

AccessLine Communications Corporation

By:



Mark Klebanoff
Secretary and Treasurer

Dated:

9/15/05

Exhibit C

For Individual and Partners

_____ Signature	_____ Signature
_____ PRINTED NAME	_____ PRINTED NAME
_____ Signature	_____ Signature
_____ PRINTED NAME	_____ PRINTED NAME

For Corporations
and Other Organizations

AccessLine Communications Corporation

(NAME OF CORPORATION)

X BY

[Signature]

SIGNATURE

Mark Klebanoff

PRINTED NAME

Secretary and Treasurer

Title

X ATTEST

[Signature]

X

CFO & Treasurer

Title

X On this the 15 day of Sept 2005 before me, a Notary Public

known to me to be the person(s) named in, and who executed the foregoing application, being duly sworn according to law, deposes and says that the statements and representations set forth in the above application are true and correct to the best of his/her knowledge and belief

[Signature]
Notary Public

seal